

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In Re:

DELPHI CORPORATION, et al.,

Case No. 05-44481 (RDD)

(Jointly Administered)

Debtors.

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DELPHI CORPORATION, et al.,

Chapter 11

Plaintiff,

Adv. Pro. No. 07-02182 (RDD)

- against -

BARNES & ASSOCIATES,

Defendant.

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**JOINDER OF BARNES & ASSOCIATES TO MOTION AND BRIEF OF ATS
AUTOMATION TOOLING SYSTEMS, INC. FOR RELIEF FROM FOURTH
ORDER EXTENDING TIME TO SERVE COMPLAINT**

Defendant, Barnes & Associates (“Barnes”), by its undersigned counsel, hereby files this Joinder (the “Joinder”) to join in and adopt, with respect to the above-captioned case and adversary proceeding, the arguments set forth in the Motion and Brief of ATS Automation Tooling System, Inc. (“ATS”) for Relief from Fourth Order Extending Time to Serve Complaint [Docket No. 20699] (the “Motion”) and in furtherance thereof, Barnes states as follows:

1. Barnes files this Joinder as a protective measure to preserve all of its rights, arguments and defenses, including those arising under Federal Rule of Civil Procedure 60(b), with regard to the above-referenced case and adversary proceeding. The facts and arguments set out in the Motion are substantially the same with respect to Barnes, except as amended herein, such that any relief granted for the benefit of ATS should be granted for all others who are similarly situated, including but not limited to Barnes.

2. Specifically, this Joinder is intended to preserve Barnes’ rights to seek relief

from the Fourth Extension Order on the additional or alternative grounds asserted in the Motion, to the extent such grounds have not already been asserted in any of the First or Second Wave Motions to Dismiss and replies in support thereof in which Barnes has joined. Further, this Joinder is made without prejudice to Barnes' right and intention to file an Opposition to Plaintiff's pending Motion for Leave to Amend, together with all arguments which are appropriately made in that Opposition.

3. Barnes expressly reserves all of its rights, remedies, arguments and claims, and nothing in this Joinder shall be deemed to be an election of remedies or a waiver of any of Barnes' rights, remedies, arguments and interests to pursue, amend or modify any claims or defenses against the Debtors or any other party relating to these Chapter 11 cases, this Adversary Proceeding or any other legal or administrative proceeding.

WHEREFORE, in the interest of judicial economy, Barnes files this Joinder to join in and adopt the Motion and the reasons set forth in the Motion as qualified herein, Barnes seeks and order of this Court:

- (a) Vacating or setting aside the Service Extension Orders; and
- (b) Denying the Debtors' motion for leave to file an amended preference complaint against Barnes.

Dated: New York, New York
October 25, 2010

SHAKED & POSNER

By: /s/ Dan Shaked, Esq.
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